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March 22, 2023

FOR SETTLEMENT PURPOSES ONLY

**Via U.S. Mail and Email at
MFretwell@LaubscherLaw.com**

Michael K. Fretwell, Esq.
Laubscher & Laubscher
160 Spa Road, Suite 2B
Annapolis, MD 21403

Re: U.S. – A24 Films LLC App. Ser. No. 97/379,480 for the mark AAA24 Your File
No. 28599

Dear Mr. Fretwell:

This responds to your last letter concerning our client's use and application for AAA24.

Having carefully reviewed the points raised in that letter, as well as researching and evaluating the uses and registrations of your client's AAA designation, we simply cannot agree with your position that our client's application to register and use of the distinctive AAA24 mark will result in a likelihood of confusion. We similarly cannot agree that our client's registration and/or use of its mark would cause mistake or deception that A24's services are provided, authorized or sponsored by your client.

First, as we have previously noted, the AAA24 mark not only conveys a distinctly different commercial impression from your client's designation – our client, "A24", offers an "All Access"¹ membership for its customers and fans, hence its mark is "AAA24" – but also is used in connection with entirely different trade channels and directed to different consumers, among other distinguishing factors. Clearly, the exclusive A24-branded opportunities provided to A24 fans via the AAA24 membership is a giant leap from the discounted third party movie tickets offered through your client's automobile club services.

Further undercutting a likelihood of confusion is the reality that "AAA" is not exclusively associated with your client. As you no doubt are aware, AAA is commonly used to represent

¹ In the entertainment industry "All Access" connotes the concept of providing special, extra "VIP" offering not available to non-members.

Michael K. Fretwell, Esq.
 March 22, 2023
 Page 2

high quality and excellence of an attribute, characteristic or condition of a product or service. For example, AAA bonds represent the best quality and safest opportunity for investment. AAA level sports teams are often associated with first tier, top level of play. AAA Games is a classification used in the video gaming industry to signify high-budget/high-profile/popular games distributed by large, well-known publishers. As a result of the commonly accepted meaning and significance of the term AAA in these and other categories, the federal register is replete with third party marks that include the letters AAA for a wide variety of goods and services, including registrations used in connection with various entertainment services.²

Moreover, a cursory Google search shows countless common law references to AAA marks for a host of goods and services, again including various entertainment-type goods and services.³ Such pervasive use of AAA clearly limits the extent to which your client can assert exclusive trademark rights in this designation. We also believe that many of the other *Polaroid* factors are likely to weigh against a finding of a likelihood of confusion, and that your client would have difficulty establishing a valid basis upon which to successfully support either an opposition proceeding or any action with respect to A24's use of the mark AAA24.

That being said, A24 reiterates its desire to reach a compromise that meets both parties' needs. While we thought that our offer to restrict the coverage of A24's application would address your client's concerns, given that this appears not to be the case, and in order to resolve the matter without further time and expense, A24 is willing to withdraw its application for registration. We trust that the foregoing will address your client's expressed concerns (allowing one fewer mark to exist on the federal register and, in particular, preventing a public record of the limitations on your client's ability to assert an overbroad monopoly on the AAA designation. Upon our receipt

² See, e.g. **SUPERSERIES AAA**, Reg. No. 4729956 (organizing national and international hockey tournaments); **AAA and design**, Reg. No. 5646070 (entertainment services including an ongoing television show about professional wrestling; production and exhibition of professional wrestling events live and through television, radio, and online; providing information in the fields of sports and entertainment via an online community portal; fan club services; organizing and staging entertainment events with wrestling fan club members; entertainment-focused online publications and blogs); **CLASS AAA**, Reg. No. 3618036 (entertainment services involving baseball games and exhibitions); **AAA RDZ FINE ART and design**, Reg. No. 3507941 (art gallery and retail services including videos and performance art); **AAA NEWS**, Reg. No. 2656232 (retail stores involving comics, magazines, newspapers, videos, books, and CD-ROMs); and **AAA RENTS AND EVENTS**, Reg. No. 5196210 (rental of equipment and supplies for special events, parties, conventions, meetings, and trade shows.)

³ See, e.g. **AAAattractions.com** - <https://www.aaaattractions.com/About-Us>; **AAA FILM PRODUCTIONS** - <https://www.facebook.com/aaafilmproductions/>; **AAA STUDIOS** - <https://www.youtube.com/@AAAstudio>; **AAA ENTERTAINMENT** - <https://www.aaa-entertain.com/>; **AAA ENTERTAINMENT** - <https://aaadj.com/>; and **AAA ANIME** - <https://www.aaaanime.com/>.

Michael K. Fretwell, Esq.
March 22, 2023
Page 3

of a countersigned copy of this letter, A24 will withdraw its application.

The foregoing is not a full statement of relevant facts and is written solely for purposes of resolving potential litigation, and is, therefore, confidential. Moreover, the foregoing is written without waiver of or prejudice to our client's rights, all of which are expressly reserved.
Thank you.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'Alexandra Nicholson', with a long horizontal flourish extending to the right.

Agreed to:

AMERICAN AUTOMOTIVE ASSOCIATION

Name:

Title:

Date: March __, 2023